

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

In re UTSTARCOM, INC. SECURITIES) Master File No. C-04-4908-JW(PVT)
LITIGATION)

This Document Relates To:)
ALL ACTIONS.)
) Proposed
) STIPULATION AND [PROPOSED] ORDER
) APPROVING FORM AND MANNER OF
) NOTICE
)

1 WHEREAS, on May 12, 2010 the United States District Court for the Northern District of
2 California certified a Class of all persons or entities who purchased or otherwise acquired
3 UTStarcom, Inc. (“UTStarcom”) securities between February 21, 2003 and July 23, 2007, inclusive,
4 and who did not sell such acquired securities before October 23, 2003 and who were damaged, as
5 defined in the Notice of Pendency of Class Action;

6 WHEREAS, UTStarcom has previously provided the transfer records for all persons or
7 entities who purchased or otherwise acquired UTStarcom publicly traded securities between
8 February 21, 2003 and July 23, 2007 to Gilardi & Co. LLC in connection with the pending partial
9 settlement that if finally approved, would resolve all of plaintiffs’ claims against the UTStarcom
10 defendants;

11 NOW, THEREFORE, IT IS HEREBY ORDERED:

12 1. The Court approves, as to form and content, the Notice of Pendency of Class Action
13 (the “Notice”) and the Summary Notice from the United States District Court for the Northern
14 District of California (“Summary Notice”) annexed as Exhibits 1 and 2 hereto, and finds that the
15 mailing and distribution of the Notice and the publishing of the Summary Notice substantially, in the
16 manner and form set forth in paragraphs 2 and 3 of this Order, meet the requirements of Fed. R. Civ.
17 P. 23 and due process, and are the best notice practicable under the circumstances and shall
18 constitute due and sufficient notice to all persons entitled thereto.

19 2. The firm of Gilardi & Co. LLC (“Claims Administrator”) is hereby appointed to
20 supervise and administer the notice procedure set forth below:

21 (a) Not later than August 16, 2010, lead counsel shall cause a copy of the Notice
22 substantially in the form annexed as Exhibit 1 hereto, to be mailed by first class mail to all Class
23 members who can be identified with reasonable effort;

24 (b) Not later than August 23, 2010, lead counsel shall cause the Summary Notice
25 to be published once in *Investor’s Business Daily*.

26 3. Nominees who purchased or acquired the publicly traded securities of UTStarcom for
27 the beneficial ownership of Class members during the Class Period shall send the Notice to all
28 beneficial owners of such UTStarcom securities within ten (10) days after receipt thereof, or if they

1 have not already done so in connection with the Notice of Pendency and Proposed Settlement of
 2 Class Action dated May 13, 2010 previously sent in connection with the proposed settlement with
 3 the UTStarcom defendants, send a list of the names and addresses of such beneficial owners to the
 4 Claims Administrator within ten (10) days of receipt thereof, in which event the Claims
 5 Administrator shall promptly mail the Notice to such beneficial owners. Lead counsel shall, if
 6 requested, reimburse banks, brokerage houses or other nominees solely for their reasonable out-of-
 7 pocket expenses incurred in providing Notice to beneficial owners who are Class members, which
 8 expenses would not have been incurred except for the sending of such Notice, subject to further
 9 order of this Court with respect to any dispute concerning such compensation.

10 4. Any person falling within the definition of the Class may, upon request, be excluded
 11 from the Class. Any such person must submit to the Claims Administrator a request for exclusion
 12 ("Request for Exclusion"), postmarked no later than October 7, 2010. A Request for Exclusion must
 13 state: (a) the full name and address of the person requesting exclusion; (b) that the person wishes to
 14 be excluded from the Class; and (c) be signed. All persons who submit valid and timely Requests
 15 for Exclusion in the manner set forth in this paragraph shall not be bound by any judgment entered in
 16 this litigation.

17 5. Nothing in this stipulation and order or in the notices to be distributed pursuant to this
 18 stipulation and order shall be deemed a waiver of any of the SoftBank defendants' objections to
 19 certification of the Class.

20 IT IS SO STIPULATED by and between counsel.

21 DATED: July 29, 2010

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16 Inc., SoftBank Holdings, Inc., and SoftBank
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17 I, Shawn A. Williams, am the ECF User whose ID and password are being used to file this
18 Stipulation and [Proposed] Order Approving Form and Manner of Notice. In compliance with
General Order 45, X.B., I hereby attest that Robert A. Sacks has concurred in this filing.

19
20 s/ Shawn A. Williams
SHAWN A. WILLIAMS

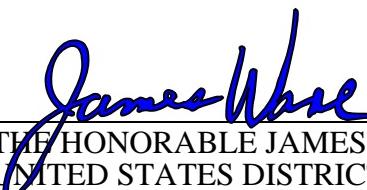
21 * * *

22 **O R D E R**

23 IT IS SO ORDERED.

24
25 DATED: August 9, 2010

26
27 THE HONORABLE JAMES WARE
28 UNITED STATES DISTRICT JUDGE



CERTIFICATE OF SERVICE

I hereby certify that on July 29, 2010, I authorized the electronic filing of the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses denoted on the attached Electronic Mail Notice List, and I hereby certify that I caused to be mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

I certify under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed on July 29, 2010.

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Manual Notice List

The following is the list of attorneys who are **not** on the list to receive e-mail notices for this case (who therefore require manual noticing). You may wish to use your mouse to select and copy this list into your word processing program in order to create notices or labels for these recipients.

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